

1 AT&T SOUTH CAROLINA'S
2 VERIFIED DIRECT TESTIMONY OF RANDY J. HAM
3 BEFORE THE PUBLIC SERVICE COMMISSION
4 OF SOUTH CAROLINA
5 DOCKET NO. 2000-130-C
6 APRIL 24, 2008
7

8 Q. PLEASE STATE YOUR NAME, YOUR EMPLOYER, AND YOUR
9 BUSINESS ADDRESS.
10

11 A. I am Randy J. Ham, and I am employed by AT&T Operations, Inc. My business
12 address is 8th Floor, 600 North 19th Street, Birmingham, Alabama 35203. My
13 current position is Lead Negotiator Wireless Interconnection. In that role, I am
14 responsible for negotiating interconnection agreements with wireless carriers
15 pursuant to the federal Telecommunications Act of 1996.
16

17 Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY?
18

19 A. The purpose of my testimony is to provide factual information in support of
20 AT&T South Carolina's Emergency Motion for Order Acknowledging
21 Withdrawal of Amendment to Interconnection Agreement that was filed on April
22 24, 2008.
23

1 Q. HOW WAS THE AMENDMENT TO THE INTERCONNECTION
2 AGREEMENT THAT IS AT ISSUE IN THIS DOCKET SUBMITTED TO THE
3 COMMISSION?

4
5 A. By letter dated February 28, 2008, AT&T South Carolina and Alltel
6 Communications, Inc. ("ACI") submitted an amendment to the above-referenced
7 agreement to the Commission pursuant to Section 252(e) of the
8 Telecommunications Act of 1996. Exhibit RJH-1 to my testimony is a copy of
9 that letter and the amendment.

10
11 Q. PLEASE DESCRIBE WHAT THAT AMENDMENT DOES.

12
13 A. That amendment extends the interconnection agreement between ACI and AT&T
14 South Carolina that originally became effective August 29, 2004. Copies of a CD
15 containing the original interconnection agreement are being submitted to the
16 Commission, ACI, and the Office of Regulatory Staff.

17
18 Q. WHAT TYPES OF SERVICES ARE ADDRESSED IN THE ORIGINAL
19 INTERCONNECTION AGREEMENT?

20
21 A. The original interconnection agreement collectively addresses both the wireline
22 services provided by ACI as a competitive local exchange carrier ("CLEC") and
23 the wireless services provided by ACI as a wireless provider.

1

2 Q. WHEN THE ORIGINAL INTERCONNECTION AGREEMENT BECAME
3 EFFECTIVE, WAS ACI CERTIFICATED TO PROVIDE WIRELINE
4 SERVICES IN SOUTH CAROLINA?

5

6 A. Yes. When the original agreement became effective, ACI was certificated to
7 provide (and did provide) wireline services in South Carolina.

8

9 Q. WHEN AT&T SOUTH CAROLINA SIGNED THE AMENDMENT TO THE
10 INTERCONNECTION AGREEMENT, WHAT WAS ITS UNDERSTANDING
11 OF ACI'S CERTIFICATION TO PROVIDE WIRELINE SERVICES IN
12 SOUTH CAROLINA?

13

14 A. At the time AT&T South Carolina signed the above-referenced amendment,
15 AT&T South Carolina believed that ACI remained a certificated CLEC in South
16 Carolina.

17

18 Q. UPON WHAT WAS THAT BELIEF BASED?

19

20 A. That belief was based on prior representations by ACI and upon the absence of
21 any notification to the contrary by ACI.

22

1 Q. WHAT PRIOR REPRESENTATIONS BY ACI FORMED THE BASIS OF
2 AT&T'S BELIEF THAT ACI REMAINED A CERTIFICATED CLEC IN
3 SOUTH CAROLINA WHEN THE AMENDMENT WAS SIGNED?
4

5 A. In approximately 2006, Alltel Corporation embarked on a separation of its
6 wireless and wireline businesses.¹ At that time, AT&T South Carolina (then
7 BellSouth) inquired whether the Alltel parties to the original interconnection
8 agreement "still have the same legal association as represented in the [original]
9 interconnection agreement" In August 2006, Alltel responded that "[ACI]
10 has retained its CLEC certificates" and "Windstream has obtained its own
11 (separate) CLEC certificates." Exhibit RJH-3 is a copy of the email string
12 reflecting these representations. AT&T South Carolina relied on these
13 representations in executing the amendment that is the subject of my testimony.
14

15 Q. WERE THESE REPRESENTATIONS ACCURATE WHEN THEY WERE
16 MADE?
17

18 A. No. Five months earlier, in March 2006, the Commission had entered an Order
19 providing, in part, that "ACI's Certificate to provide local exchange services shall

¹ See, e.g. Order Granting Expedited Review and Approving Application, *In Re: Joint Application of Alltel Holding Corporate Services, Incorporated (AHCSI) and Alltel Communications, Incorporated (ACI) to Approve the Transfer of ACI's Authority to Provide Local Exchange Services to AHCSI, Grant AHCSI Certification to Provide Long Distance Services in South Carolina*, Order No. 2006-186 in Docket No. 2005-399-C at 2 (March 28, 2006). Exhibit RJH-2 is a copy of this Order.

1 be transferred to AHCSI.”² In July 2006, the Commission entered an Order
2 providing that AHCSI’s name “shall be changed to Windstream Communications,
3 Inc.”³ and on August 7, 2006, Windstream Communications, Inc. filed a “CLEC
4 Tariff” in accordance with that Order. The cover letter accompanying
5 Windstream Communications’ CLEC Tariff filing states that the “filing cancels
6 the [ACI] CLEC Tariff.”⁴ As of the end of August 2006, therefore, ACI did not
7 have a CLEC certificate in South Carolina, and it had withdrawn its CLEC tariff
8 in South Carolina.

9
10 Q. WAS AT&T AWARE THAT THESE REPRESENTATIONS WERE
11 INACCURATE AT THE TIME THEY WERE MADE?

12
13 A. No. AT&T did not learn that ACI was not certificated to provide wireline
14 services in South Carolina until after the amendment was signed and had been
15 submitted to the Commission.

16
17 Q. IS ACI CERTIFICATED TO PROVIDE WIRELINE SERVICES IN SOUTH
18 CAROLINA TODAY?

19

² See Exhibit RJH-2 at p. 9, ¶I (emphasis added). As used in the Order, ACHSI stands for Alltel Holding Corporate Services, Inc.

³ See Order Approving Name Changes, Order No. 2006-429 in Docket Nos. 2005-399-C and 2006-146-C at p. 2 (July 24, 2006). Exhibit RJH-4 is a copy of this Order.

⁴ See letter filed August 8, 2006 in Docket No. 2005-399-C. Exhibit RJH-5 is a copy of this cover letter.

1 A. No, and it was not certificated to provide wireline services in South Carolina
2 when the amendment was signed and submitted to the Commission.
3

4 Q. DOES ACI CONTEND THAT IT IS CERTIFICATED TO PROVIDE
5 WIRELINE SERVICES IN SOUTH CAROLINA TODAY?
6

7 A. No. In fact, in a telephone conversation with me on April 17, 2008, Chuck Cleary
8 of ACI (who is my primary contact for interconnection negotiations with ACI)
9 acknowledged that ACI is not currently certificated to provide wireline services in
10 the State of South Carolina.
11

12 Q. WHEN DID AT&T SOUTH CAROLINA LEARN THAT ACI IS NOT
13 CERTIFICATED TO PROVIDE WIRELINE SERVICES IN SOUTH
14 CAROLINA?
15

16 A. After the amendment was submitted to the Commission.
17

18 Q. HOW DID THE ABSENCE OF ANY NOTIFICATION BY ACI FORM THE
19 BASIS OF AT&T'S UNDERSTANDING THAT ACI REMAINED A
20 CERTIFICATED CLEC IN SOUTH CAROLINA?
21

22 A. Section 9.2 of the original agreement provides that if ACI "changes its name or
23 makes changes to its company structure," ACI must "notify [AT&T South

1 Carolina] of said change and request that an amendment to this Agreement, if
2 necessary, be executed to reflect said change.”⁵

3
4 Q DID YOU PERSONALLY PARTICIPATE IN THE NEGOTIATIONS THAT
5 LED TO THE INCLUSION OF THIS LANGUAGE IN THE ORIGINAL
6 AGREEMENT?

7
8 A. Yes, I did.

9
10 Q. WHICH PARTY SUGGESTED INCLUDING THIS LANGUAGE IN THE
11 ORIGINAL AGREEMENT?

12
13 A. AT&T South Carolina (then BellSouth) suggested this language.

14
15 Q. WHY DID AT&T SOUTH CAROLINA SUGGEST THIS LANGUAGE?

16
17 A. Because changes to ACI’s name or changes to its company structure could require
18 amendments to the interconnection agreement. Rather than trying to keep track of
19 such changes by indirect means (such as by monitoring press announcements or
20 regulatory filings), AT&T South Carolina wanted ACI to notify AT&T South
21 Carolina directly of any such changes, and ACI agreed to contractual language
22 requiring it to do so.

⁵ Other provisions of the original agreement also require the agreement to be modified upon the occurrence of certain circumstances. *See, e.g.*, Section 7.1.4 of Attachment 3 of the original agreement.

1

2 Q. DO THE COMMISSION ORDERS AND ALLTEL TARIFF FILINGS YOU
3 DISCUSSED ABOVE REFLECT CHANGES THAT REQUIRE
4 NOTIFICATION PURSUANT TO SECTION 9.2 OF THE ORIGINAL
5 AGREEMENT?

6

7 A. Yes.

8

9 Q. DID ACI NOTIFY AT&T SOUTH CAROLINA OF THESE CHANGES?

10

11 A. No. No such notification was provided by ACI to any of the four (4) positions
12 and addresses listed in Section 23 ("Notices") of the original agreement.

13

14 Q. WOULD AT&T SOUTH CAROLINA HAVE SIGNED THE AMENDMENT
15 AND SUBMITTED IT TO THE COMMISSION IF ACI HAD EITHER
16 PROVIDED ACCURATE INFORMATION REGARDING ITS
17 CERTIFICATION TO PROVIDE WIRELINE SERVICES IN SOUTH
18 CAROLINA OR PROVIDED THE NOTIFICATION REQUIRED BY THE
19 ORIGINAL AGREEMENT?

20

21 A. No. Had ACI either provided accurate information regarding its certification to
22 provide wireline services in South Carolina, or had ACI provided the notification
23 required by the terms of the original agreement, AT&T South Carolina would not

1 have signed the above-referenced amendment, and the amendment would not
2 have been submitted to the Commission. In other words, AT&T South Carolina
3 would not be in the position of potentially having an amendment to the
4 interconnection agreement arguably become effective by operation of law on or
5 after May 28, 2008.

6
7 Q. WHAT IS AT&T SOUTH CAROLINA ASKING THE COMMISSION TO DO?

8
9 A. AT&T South Carolina is asking the Commission to remedy this inequitable
10 situation by: (1) allowing AT&T South Carolina to withdraw its submission of an
11 amendment to the above-referenced interconnection agreement; and (2) entering
12 an order acknowledging this withdrawal as quickly as possible in order to avoid
13 any suggestion that the amendment might be deemed approved ninety days after
14 its submission pursuant to Section 252(e)(4) of the federal Telecommunications
15 Act of 1996.

16
17 Q. DOES THIS CONCLUDE YOUR TESTIMONY?

18
19 A. Yes.

20
21 708401v2
22

RJH - 1

BELLSOUTH

1600 Williams Street, Suite 5200
Columbia, South Carolina 29201

February 28, 2008

Ms. Jocelyn Boyd, Deputy Clerk
Public Service Commission of SC
Post Office Drawer 11649
Columbia, South Carolina 29211

Re: Second Amendment to Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. d/b/a AT&T South Carolina and ALLTEL Communications, Inc. pursuant to Sections 251 and 252 of the Telecommunications Act of 1996
Docket No. 2000-130-C

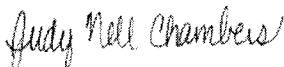
Dear Ms Boyd:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, BellSouth Telecommunications, Inc., d/b/a AT&T South Carolina ("AT&T") and ALLTEL Communications, Inc. ("ACI") submit to the South Carolina Public Service Commission the second amendment to their interconnection agreement for, among other things, the interconnection of their networks, the unbundling of specific network elements and the resale of AT&T's telecommunications services. The agreement was negotiated pursuant to Sections 251 and 252 of the Act and also may contain terms and conditions for products and services voluntarily agreed to by the parties outside the scope of Sections 251 and 252 of the Act.

Pursuant to Section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between AT&T and ACI within 90 days of its submission. The Commission may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity. Both parties represent that neither of these reasons exists as to the agreement they have negotiated and that the Commission should approve their agreement. The effective date of this amendment is January 1, 2028, and it expires on January 1, 2029.

As a courtesy, a copy of this amendment is being provided to the Office of Regulatory Staff.

Very truly yours,



Judy Nell Chambers

cc : James E. McDaniel
705709

**Amendment to the Agreement
Between
ALLTEL Communications, Inc.
and
BellSouth Telecommunications, Inc.,
d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky,
AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina
and AT&T Tennessee
Effective August 29, 2004**

Pursuant to this Amendment, (the "Amendment"), ALLTEL Communications, Inc. ("ALLTEL") and BellSouth Telecommunications, Inc., now d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee (collectively, "AT&T"), hereinafter referred to collectively as the "Parties", hereby agree to amend that certain Interconnection Agreement between the Parties effective August 29, 2004 (the "Agreement").

WHEREAS, AT&T and ALLTEL entered into the Agreement effective August 29, 2004, and:

WHEREAS, the Parties desire to amend the Agreement in order to extend the term of the Agreement;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The term of the Agreement shall be extended three (3) years from the initial expiration date of August 29, 2007 to August 29, 2010.
2. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.
3. In entering into this Amendment, neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written notice predating this Amendment) with respect to any orders, decisions, legislation or proceedings and any remands thereof, which the Parties may have not yet incorporated into the Agreement or which may be the subject of further review.
4. This Amendment shall be filed with and is subject to approval by the respective State Commissions in which the Agreement has been filed and approved; this Amendment shall be effective upon approval by the respective State Commissions (the "Effective Date").

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

BellSouth Telecommunications, Inc.,
by AT&T Operations, Inc., its authorized agent.

By: Kathy Wilson-Chu
Name: Kathy Wilson-Chu
Title: Director
Date: 11/30/07

ALLTEL Communications, Inc.

By: Charles B. Chang
Name: Charles B. Chang
Title: Staff-Manager, Interconnect
Date: 11/1/2007

RJH - 2

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA
DOCKET NO. 2005-399-C - ORDER NO. 2006-186
MARCH 28, 2006

IN RE: Joint Application of Alltel Holding Corporate)	ORDER GRANTING
Services, Incorporated (AHCSI) and Alltel)	EXPEDITED REVIEW
Communications, Incorporated (ACI) to)	AND APPROVING
Approve the Transfer of ACI's Authority to)	APPLICATION
Provide Local Exchange Services to AHCSI,)	
Grant AHCSI Certification to Provide Long)	
Distance Services in South Carolina.)	

I. INTRODUCTION

This matter comes before the Public Service Commission of South Carolina (the Commission) on the Joint Application of Alltel Holding Corporate Services, Inc. (AHCSI) and Alltel Communications, Inc. (ACI) (together, the Joint Applicants) for approval of the following: (1) the transfer of ACI's authority to provide local exchange services to AHCSI; (2) certification to AHCSI to provide resold long distance services in South Carolina; and (3) the transfer of local exchange and long distance resale customers from ACI to AHCSI. The Joint Applicants further request that AHCSI be regulated subject to alternative regulation as was first granted to ACI by the Commission in Order No. 98-484 in Docket No. 98-214-C, and flexible regulation as was first granted in Order Nos. 95-1734 and 96-55 issued in Docket No. 95-661-C. According to the Joint Application, the only change apparent to customers will be in the change of the name of the customers' service provider. AHCSI's name will be changed before this transfer is

effective; however, the new name has not been determined as of the date of the filing of the Joint Application. According to the Joint Application, upon approval by the Commission, AHCSI can provide business and residential customers an integrated set of telecommunicate products and services, including local exchange, local access, domestic and international long distance telephone, data and dial up access to the Internet. The proposed transfers are part of the separation of the wireless and wireline business of Alltel Corporation. In connection with that separation, the local exchange and long distance resale business of Alltel Communications will be transferred to and become a part of the new wireline business and a new name will be adopted. After the effective date of the transfer, according to the Joint Application, AHCSI will provide the same local and long distance telecommunications services to former customers of ACI.

Pursuant to the instructions of the Commission's Docketing Department, the Joint Applicants published a Notice of Filing in newspapers of general circulation in the proposed service areas. The Joint Applicants furnished Affidavits of Publication to show that they had complied with the instructions of the Docketing Department. No Protests or Petitions to Intervene were received. A letter from the Office of Regulatory Staff (ORS) was received that consented to the Joint Application. Subsequently, a Motion for Expedited Review was received from the Joint Applicants, along with verified testimony.

We grant expedited review and will review the matter based upon the filed verified testimony of Gregg L. Richey, who is Area President of Wireline Services for Alltel Communications, Inc.

II. DISCUSSION

Richey testified that, pursuant to S.C. Code Ann. Section 58-9-310, the Joint Applicants are requesting approval of the transfer of the authority to provide local exchange services in South Carolina from ACI to AHCSI. Additionally, AHCSI is seeking to be certified to provide resold long distance services in South Carolina. The Joint Applicants then request that the Commission approve the transfer of ACI's existing local exchange and long distance resale customers and businesses to AHCSI. Finally, AHCSI requests that it be regulated subject to alternative regulation as the Commission initially granted to ACI and flexible regulation.

Further, Richey stated that, after receiving approval and certification by this Commission, AHCSI will be able to offer business and residential customers in South Carolina an integrated set of telecommunication products and services. Such offerings will include local exchange, local access, domestic and international long distance telephone, data, and dial-up access to the Internet. According to Richey, once the transfer of authority and customers from ACI to AHCSI is complete, AHCSI will possess the financial, managerial, and technical qualifications necessary to provide quality telecommunications services to South Carolina communications consumers.

After the effective date of the approvals and transfers, South Carolina local exchange and long distance customers will receive the same type and quality of telecommunications services from AHCSI that they received from ACI, according to Richey. The Joint Applicants do not expect the transfers to result in any loss or impairment of service to any customer or to have any adverse impact on customers.

Customers will continue to receive their existing telecommunications services at the same rates, terms, and conditions. Any future changes in AHCSI's rates, terms, or conditions of service will be made consistent with the Commission's requirements. The Joint Applicants expect that the only change that will be apparent to customers will be the change in the name of their service provider. AHCSI's name will be changed in the future; however, the Joint Applicants note that the new name has not been determined. It is expected that the transfers will be transparent to customers and the services will be seamless and uninterrupted. Richey testified that customers will be provided with advance written notice of at least thirty days prior to the transfers.

Further, Richey noted that the relief requested by the Joint Applicants is beneficial to ACI, AHCSI, and the customers. Richey asserts that the granting of the Joint Application will serve the public interest, convenience, and necessity. Richey testified that the Commission should grant the relief sought in the Joint Application. Specifically, the Commission should approve the transfer of ACI's authority to provide local exchange services to AHCSI, grant AHCSI's certification to resell long distance services, and approve the transfer of local exchange and long distance businesses from ACI to AHCSI to permit AHCSI to offer local and resold long distance telecommunications services to customers in South Carolina. Additionally, Richey stated that the Commission should approve the alternative regulation for AHCSI as previously granted to ACI, and that these actions are in the public interest. Again, we would note that ORS has consented to the Joint Application.

III. FINDINGS OF FACT

1. ACI's Certificate of Public Convenience and Necessity to provide local exchange services should be transferred to AHCSI.
2. We find that the issuance of a Certificate of Public Convenience and Necessity to AHCSI to operate as a reseller of interexchange telecommunications services in South Carolina would be in the best interest of the citizens of South Carolina by increasing the level of competition in South Carolina, and by increasing consumer awareness of options and services available, thereby encouraging growth and success of competitive services.
3. The transfer of ACI's existing local exchange and long distance resale customers and businesses to AHCSI should be approved.

IV. CONCLUSIONS OF LAW

1. The Commission concludes that AHCSI possesses the managerial, technical, and financial resources to provide both local and interexchange telecommunications services.
2. The Commission concludes that, as the result of the transfer of local authority to AHCSI from ACI, AHCSI will participate in the support of universally available telephone service at affordable rates to the extent that AHCSI may be required to do so by the Commission.
3. The Commission concludes that AHCSI will provide services which will meet the service standards of the Commission.

4. The Commission concludes that approval of AHCSI's Application to provide intrastate telecommunications services within South Carolina will serve the public interest by enhancing competition in the State of South Carolina by offering additional service offerings to South Carolina's consumers and by providing for efficient use of existing telecommunications resources.

5. The Commission concludes that the provision of telecommunications service by AHCSI will not adversely impact the public interest.

6. The Commission concludes that the issuance of the authority to provide intrastate interexchange telecommunications services as requested by AHCSI is in the best interests of the citizens of the State of South Carolina.

7. The Commission concludes that a Certificate of Public Convenience and Necessity should be granted to AHCSI to provide intrastate interexchange telecommunications services. Further, the Certificate of ACI authorizing the provision of local exchange services should be transferred to AHCSI.

8. The Commission adopts a rate design for AHCSI for its resale of residential interexchange services which includes only maximum rate levels for each tariff charge. A rate structure incorporating maximum rate levels with the flexibility for adjustment below the maximum rate levels has been previously adopted by the Commission. In Re: Application of GTE Sprint Communications Corporation, etc., Order No. 84-622, issued in Docket No. 84-10-C (August 2, 1984).

9. AHCSI shall not adjust its residential rates below the approved maximum level without notice to the Commission and to the public. AHCSI shall file its proposed

rate changes, publish its notice of such changes, and file affidavits of publication with the Commission two weeks prior to the effective date of the changes. However, the public notice requirement is waived, and therefore not required, for reductions below the maximum cap in instances which do not affect the general body of subscribers or do not constitute a general rate reduction. In Re: Application of GTE Sprint Communications, etc., Order No. 93-638, issued in Docket No. 84-10-C (July 16, 1993). Any proposed increase in the maximum rate level for residential services reflected in the tariff which would be applicable to the general body of the Company's subscribers shall constitute a general ratemaking proceeding and will be treated in accordance with the notice and hearing provisions of S.C. Code Ann. §58-9-540 (Supp. 2005).

10. The Commission concludes that AHCSI's intrastate interexchange business telecommunications services shall be regulated in accordance with the principles and procedures established for alternative regulation of business service offerings set out in Order Nos. 95-1734 and 96-55 in Docket No. 95-661-C. The Commission has previously granted this "alternative regulation" to competitive intrastate interexchange carriers operating within South Carolina, and the Commission concludes that the competitive marketplace requires the Commission to allow this flexible regulation to those carriers which request it. Specifically, the Commission-approved alternative regulation allows business service offerings, including consumer card services and operator services, to be subject to a relaxed regulatory scheme identical to that granted to AT&T Communications in Order Nos. 95-1734 and 96-55 in Docket No. 95-661-C. However, pursuant to Order No. 2001-997 (Docket No. 2000-407-C), this Commission

has modified alternative regulation by the re-imposition of rate caps with regard to certain “operator-assisted calls” where a customer uses a local exchange carrier’s calling card to complete calls from locations which have not selected that local exchange carrier as the toll provider. Order No. 2001-997, dated November 8, 2001, imposed a maximum cap of \$1.75 for operator surcharges for such calls, and a maximum cap of \$0.35 related to the flat per-minute rate associated with these calls. Under this relaxed regulatory scheme, tariff filings for business services shall be presumed valid upon filing. The Commission will have seven (7) days in which to institute an investigation of any tariff filing. If the Commission institutes an investigation of a particular tariff filing within the seven days, the tariff filing will then be suspended until further Order of the Commission.

11. The Commission concludes that AHCSI’s local exchange telecommunications services shall be regulated in accordance with the principles and procedures established for flexible regulation first granted to NewSouth Communications by Order No. 98-165 in Docket No. 97-467-C. Specifically, the Commission adopts for the AHCSI’s competitive intrastate local exchange services a rate structure incorporating maximum rate levels with the flexibility for adjustment below the maximum rate levels that will have been previously approved by the Commission. Further, that AHCSI’s local exchange service tariff filings are presumed valid upon filing, subject to the Commission’s right within thirty (30) days to institute an investigation of the tariff filing, in which case the tariff filing would be suspended pending further Order of the

Commission. Further, any such tariff filings will be subject to the same monitoring process as similarly situated competitive local exchange carriers.

12. The transfer of ACI's existing local exchange and long distance resale customers and businesses to AHCSI should be approved.

IT IS THEREFORE ORDERED, ADJUDGED, AND DECREED THAT:

1. A Certificate of Public Convenience and Necessity should be granted to AHCSI to provide intrastate interLATA service and to originate and terminate toll traffic within the same LATA, as set forth herein, through the resale of intrastate Wide Area Telecommunications Services (WATS), Message Telecommunications Service (MTS), Foreign Exchange Service, Private Line Service, or any other services authorized for resale by tariffs of carriers approved by the Commission. ACI's Certificate to provide local exchange services shall be transferred to AHCSI.

2. AHCSI's rate designs for its products shall comport to those designs described in Conclusions of Law above.

3. If it has not already done so by the date of issuance of this Order, AHCSI shall file its revised tariff and an accompanying price list for any applicable rates within thirty (30) days of receipt of this Order. The revised tariff shall be consistent with the findings of this Order and shall be consistent with the Commission's Rules and Regulations.

4. AHCSI is subject to access charges pursuant to Commission Order No. 86-584, in which the Commission determined that for access purposes resellers and facilities-based interexchange carriers should be treated similarly.

5. With regard to the AHCSI's resale of service, an end-user should be able to access another interexchange carrier or operator service provider if the end-user so desires.

6. AHCSI shall resell the services of only those interexchange carriers or LECs authorized to do business in South Carolina by this Commission. If AHCSI changes underlying carriers, it shall notify the Commission in writing.

7. With regard to the origination and termination of toll calls within the same LATA, AHCSI shall comply with the terms of Order No. 93-462, Order Approving Stipulation and Agreement, in Docket Nos. 92-182-C, 92-183-C, and 92-200-C (June 3, 1993), with the exception of the 10-XXX intraLATA dialing requirement, which has been rendered obsolete by the toll dialing parity rules established by the FCC pursuant to the Telecommunications Act of 1996 (See, 47 CFR 51.209). Specifically, AHCSI shall comply with the imputation standard as adopted by Order No. 93-462 and more fully described in paragraph 4 of the Stipulation and Appendix B approved by Order No. 93-462.

8. AHCSI shall file annual financial information in the form of annual reports and gross receipts reports as required by the Commission. The annual report and the gross receipt report will necessitate the filing of intrastate information. Therefore, AHCSI shall keep financial records on an intrastate basis for South Carolina to comply with the annual report and gross receipts filings. The proper form for filing annual financial information can be found at the Commission's website at www.psc.sc.gov/reference/forms.asp. The title of this form is "Telecommunications

Company Annual Report.” This form shall be utilized by the Company to file annual financial information with the Commission and ORS and shall be filed no later than **April 1st**.

Commission gross receipts forms are due to be filed with the Commission and ORS no later than **August 31st** of each year. The proper form for filing gross receipts information can be found at the ORS website at <http://www.regulatorystaff.sc.gov/>, and the appropriate form is entitled “Gross Receipts Form.”

9. AHCSI shall, in compliance with Commission regulations, designate and maintain an authorized utility representative who is prepared to discuss, on a regulatory level, customer relations (complaint) matters, engineering operations, tests and repairs. In addition, AHCSI shall provide to the Commission and ORS in writing the name of the authorized representative to be contacted in connection with general management duties as well as emergencies which occur during non-office hours. AHCSI shall file the names, addresses and telephone numbers of these representatives with the Commission within thirty (30) days of receipt of this Order. The “Authorized Utility Representative Information” form can be found at the Commission’s website at www.psc.sc.gov/reference/forms.asp; this form shall be utilized for the provision of this information to the Commission and ORS. Further, AHCSI shall promptly notify the Commission and ORS in writing if the representatives are replaced.

10. AHCSI is directed to comply with all Rules and Regulations of the Commission, unless a regulation is specifically waived by the Commission.

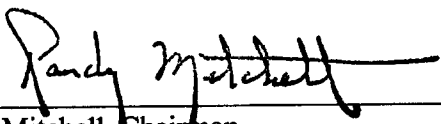
11. Each telecommunications company certified in South Carolina is required to file annually the Intrastate Universal Service Fund (USF) worksheet. This worksheet provides ORS information required to determine each telecommunications company's liability to the State USF fund. The Intrastate USF worksheet is due to be filed annually no later than **August 15th** with the Commission and ORS.

12. AHCSI is further required to comply with, in accordance with its Application and under Title 23, Chapter 47 of the South Carolina Code Annotated, which governs the establishment and implementation of a "Public Safety Communications Center," which is more commonly known as a "911" system or "911 service." Services available through a 911 system include law enforcement, fire, and emergency medical services. In recognition of the necessity of quality 911 services being provided to the citizens of South Carolina, the Commission hereby instructs AHCSI to contact the appropriate authorities regarding 911 service in the counties and cities where the company will be operating. Contact with the appropriate 911 service authorities is to be made before beginning local telephone service in South Carolina. Accompanying this Order is a memo from the State 911 Office of the Office of Research & Statistics of the South Carolina Budget and Control Board. This memo provides information about contacting County 911 Coordinators. By this Order an prior to providing local telephone services in South Carolina, AHCSI shall contact the 911 coordinator in each county (and city where the city has its own 911 system) and shall provide information regarding the Company's operations as required by the 911 system.

13. The transfer of ACI's existing local exchange and long distance resale customers and businesses to AHCSI is approved.

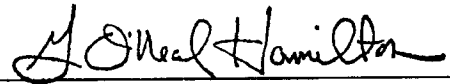
14. This Order shall remain in full force and effect until further notice by this Commission.

BY ORDER OF THE COMMISSION:



Randy Mitchell, Chairman

ATTEST:



G. O'Neal Hamilton, Vice-Chairman

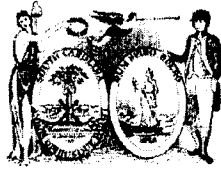
(SEAL)

STATE OF SOUTH CAROLINA
State Budget and Control Board
OFFICE OF RESEARCH & STATISTICS

MARK SANFORD, CHAIRMAN
GOVERNOR

GRADY L. PATTERSON, JR.
STATE TREASURER

RICHARD ECKSTROM
COMPTROLLER GENERAL



HUGH K. LEATHERMAN, SR.
CHAIRMAN, SENATE FINANCE COMMITTEE

ROBERT W. HARRELL, JR.
CHAIRMAN, WAYS AND MEANS COMMITTEE

FRANK W. FUSCO
EXECUTIVE DIRECTOR

REMBERT C. DENNIS BUILDING
1000 ASSEMBLY STREET, SUITE 425
COLUMBIA, SOUTH CAROLINA 29201

Bobby Bowers
DIRECTOR

August 2, 2004

To: Telephone Companies New to South Carolina

In an effort to continue providing quality emergency services to the citizens of South Carolina, the State 911 Office requests that before beginning telephone services in a county, you contact the 911 Coordinator in that county. This will allow both parties to obtain important information about providing 911 services in that county. If you have already begun services, then contact the coordinator as soon as possible.

A list of County 911 Coordinators can be found on the South Carolina E911 homepage at www.ors.state.sc.us/digital/E-911.ASP. If you have any questions related to 911 in South Carolina, you may contact E911 Coordinations at the Office of Research and Statistics at 803-734-3883. The person responsible for this can also be found on the 911 homepage. Please be aware that some cities may have their own E911 systems, these are also listed on the 911 homepage. These city coordinators will need to be contacted in addition to the county coordinators.

ECONOMIC RESEARCH
WILLIAM GILLESPIE
(803) 734-3805

GEODETIC SURVEY
5 GEOLOGY ROAD
COLUMBIA, S.C. 29210
LEWIS LAPINE
(803) 896-7700

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(803)734-3802

HEALTH & DEMOGRAPHICS
STATISTICS
1919 BLANDING STREET
COLUMBIA, S.C. 29201
WALTER P. BAILEY, M.P.H.
(803) 898-9941

RJH - 3

Mattison, Jeanette

From: Ron.Williams@alltel.com
Sent: Wednesday, August 30, 2006 3:20 PM
To: Ham, Randy
Cc: Baldwin, Freida; White, Royce
Subject: RE: Alltel/Windstream

Randy,

Alltel Communications has retained its CLEC certificates and we are in compliance with our agreements. Windstream has obtained its own (separate) CLEC certificates. The person in the BellSouth organization that seems to have the most knowledge of this is Dwight Bailey.

Let me know if you have any further questions concerning this.

-----Original Message-----

From: Ham, Randy [mailto:Randy.Ham@bellsouth.com]
Sent: Friday, August 25, 2006 1:37 PM
To: Williams, Ron
Cc: Baldwin, Freida; White, Royce
Subject: FW: Alltel/Windstream

Ron,

As a follow up to the message I sent you this past Tuesday August 22nd, the BellSouth Invoice payment Center received numerous bills this week from Windstream for CLEC facility charges, I have attached one here for your review. This further heightens our concern about the Alltel entities not having the same legal association as represented in the interconnection agreement.

We would appreciate your prompt attention to this matter, thanks.

Randy

<<Windstream.pdf>>

From: Ham, Randy
Sent: Tuesday, August 22, 2006 10:45 AM
To: 'ron.williams@alltel.com'
Subject: Alltel/Windstream

Ron,

Per our discussion yesterday, here is the question we have about the Alltel split/merger and the creation of Windstream Corporation. We, of course, have seen numerous articles announcing the creation of Windstream Corporation and have received correspondence (attached) from Windstream that gave us the NENA ID for Windstream CLEC. As a result several questions have been posed to me concerning the new corporate structures of Alltel and Windstream.

Specifically, since BellSouth and Alltel have an interconnection agreement that is between BellSouth and the combined entities of Alltel Wireless and Alltel CLEC, our concern is if, in BellSouth territory, the two Alltel entities still have the same legal association as represented in the interconnection agreement that was effective 8/30/04 between BellSouth and Alltel. For your convenience I have attached a copy of that interconnection agreement. I would appreciate your response via email so I can have it for my files.

Please call me if you have any questions, you can reach me at 205-321-7795.

4/23/2008

Randy Ham

<<Notifications from Alltel concerning split of wireless and landline business>> <<Alltel Combo.pdf>>

The information transmitted is intended only for the person or entity to which it is addressed and may contain confidential, proprietary, and/or privileged material. Any review, retransmission, dissemination or other use of, or taking of any action in reliance upon this information by persons or entities other than the intended recipient is prohibited. If you received this in error, please contact the sender and delete the material from all computers. GA624

The information contained in this message, including attachments, may contain privileged or confidential information that is intended to be delivered only to the person identified above. If you are not the intended recipient, or the person responsible for delivering this message to the intended recipient, ALLTEL requests that you immediately notify the sender and asks that you do not read the message or attachments, and that you delete them without copying or sending them to anyone else

4/23/2008

RJH - 4

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA

DOCKET NOS. 2005-399-C and 2006-146-C - ORDER NO. 2006-429

JULY 24, 2006

IN RE: Docket No. 2005-399-C – Joint Application of)	ORDER APPROVING
Alltel Holding Corporate Services, Inc.)	NAME CHANGES
(AHCSI) and Alltel Communications, Inc.)	
(ACI) to Approve the Transfer of ACI's)	
Authority to Provide Local Exchange Services)	
to AHCSI, Grant AHCSI Certification to)	
Provide Long Distance Services in South)	
Carolina, and Approve the Transfer of Local)	
Exchange and Long Distance Resale)	
Customers from ACI to AHCSI (See Docket)	
Nos. 1996-53-C & 1999-50-C).)	
)	
and)	
)	
Docket No. 2006-146-C – Application of)	
Alltel South Carolina, Inc. Requesting)	
Approval of its Name Change to Read as)	
Windstream South Carolina, Inc.)	

This matter comes before the Public Service Commission of South Carolina (the Commission) on a Joint Application for approval of name changes. Under the Joint Application, the name of Alltel Holding Corporate Services, Inc. would be changed to Windstream Communications, Inc. and the name of Alltel South Carolina, Inc. would be changed to Windstream South Carolina, Inc., both changes effective May 1, 2006.

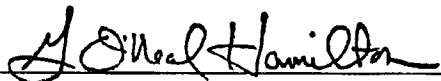
The Office of Regulatory Staff (ORS) reviewed the Joint Application and states that it recognizes the requests as a continuation of Alltel Corporation's plan to separate its

wireless and wire line operations previously addressed in part in Commission Order No. 2006-186. In addition, ORS has received confirmation that Windstream will continue to support universal service and other telecommunications funded programs in South Carolina. The names have officially been changed with the South Carolina Secretary of State. ORS has no objections to this Commission approving the requested name changes, nor does it object to the effective date of these changes.

Accordingly, since the requested name changes are a continuation of Alltel Corporation's plan to separate its wireless and wire line operations previously addressed in part in Commission Order No. 2006-186 and since the name changes have apparently been approved with the Secretary of State, we grant the Joint Application. The name of Alltel Holding Corporate Services, Inc. shall be changed to Windstream Communications, Inc., and the name of Alltel South Carolina, Inc. shall be changed to Windstream South Carolina, Inc., both effective May 1, 2006.

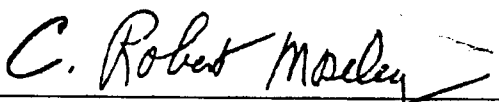
This Order shall remain in full force and effect until further Order of the Commission.

BY ORDER OF THE COMMISSION:



G. O'Neal Hamilton, Chairman

ATTEST:



C. Robert Moseley, Vice Chairman
(SEAL)

RJH - 5

181192

Windstream Communications, Inc.
4001 Rodney Parham Road
Little Rock, AR 72212
t: 501-7448-6655 f: 501-748-6583
e-mail: karen.l.higgs@windstream.com

Karen Higgs
Manager Tariffs

windstream.



Date: August 7, 2006

Mr. Charles Terreni
Chief Clerk and Administrator
South Carolina Public Service Commission
101 Executive Center Drive
Columbia SC 29210

Dear Mr. Terreni:

RECEIVED
2006 AUG -8 AM 10:00
SC PUBLIC SERVICE
COMMISSION

Attached please find an original + 2 copies of the Windstream Communications, Inc. Telecommunications Services CLEC Tariff, in accordance with the name change approved in Docket 2005-399-C.

This is an original issue tariff, with the name change only. No changes were made to regulations, services, or rates. This filing cancels the ALLTEL Communications, Inc. CLEC Tariff. This original tariff filing was inadvertently left out of the filing made in the letter dated July 19, 2006.

The company requests that this filing become effective on July 17, 2006, in accordance with the order approving the name change, filed July 12, 2006 and per discussions with Joe Rogers of the Office of Regulatory Staff. Please call me at 501-748-6655 if you have any questions regarding this filing.

Sincerely,

Karen Higgs

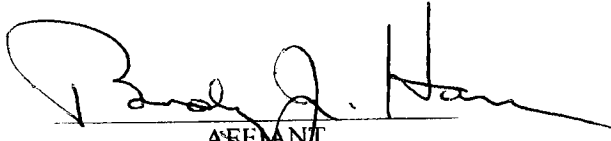
cc: Mr. C. Dukes Scott, Executive Director, Office of Regulatory Staff

AFFIDAVIT

STATE OF Alabama)
COUNTY OF Jefferson)

Before me, the undersigned authority, duly commissioned and qualified in and for the State and County aforesaid personally came and appeared Randy J. Ham who, being by me first duly sworn, deposed and said that:

1. I, Randy J. Ham, am employed by AT&T Operations, Inc. as Lead Negotiator Wireless Interconnection.
2. I have read my foregoing Verified Direct Testimony of Randy J. Ham in Docket No. 2000-130-C, which is dated April 24, 2008 and consists of nine (9) pages and five (5) Exhibits.
3. The contents of my foregoing testimony are true to the best of my knowledge.


AFFIRANT

Sworn to and subscribed before me this 24 day of April, 2008.


NOTARY PUBLIC

My Commission Expires: 12/16/10

[SEAL]

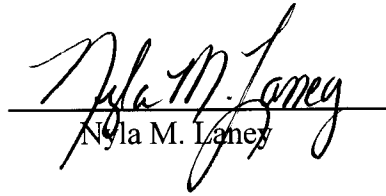
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)

Joseph Melchers
Chief Counsel
S.C. Public Service Commission
Post Office Box 11649
Columbia, South Carolina 29211
(PSC Staff)
(Electronic Mail)

Stephen B. Rowell, Esquire
Post Office Box 2177
Little Rock, AR 72202
(ALLTEL Communications, Inc.)
(Electronic Mail)



Nyla M. Laney

DM5 # 707346